

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Tree of Life, Inc.		01/29/2010	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Tree of Life, LLC
Street Address:	405 Golfway West Drive
City:	St. Augustine
State/Country:	FLORIDA
Postal Code:	32095
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 38**

Property Type	Number	Word Mark
Serial Number:	77801082	A SENSE OF TASTE
Registration Number:	1625323	AMERICAN NATURAL SNACKS
Registration Number:	2348865	BAKER'S ROW
Registration Number:	0992089	BONAVITA
Registration Number:	2659269	CANOPY
Registration Number:	2990466	CARBCARE
Registration Number:	1823021	COOKIE LOVER'S
Serial Number:	77811286	EITZ CHAIM
Registration Number:	1663520	ESCULENT
Registration Number:	1758011	GOURMET AWARD
Registration Number:	1856349	HARVEST MOON
Serial Number:	77801527	HARVEST MOON
Registration Number:	1710896	HEALTHY
Registration Number:	0609425	LION CROSS

CH \$965.00 77801082

Registration Number:	1586991	LION CROSS
Registration Number:	1560035	OLD STONE MILL
Registration Number:	1970637	ONE POT COFFEE
Registration Number:	2542292	PREMIO AL SABOR
Registration Number:	2030803	READY GROUND
Serial Number:	77632314	SAGE VALLEY
Registration Number:	2466173	SOY WONDER
Registration Number:	3336056	SMART ASSORTMENT
Registration Number:	3397829	SMART ASSORTMENT A TREE OF LIFE PROGRAM
Registration Number:	2749712	THE SOURCE!
Registration Number:	2686270	THE SOURCE!
Serial Number:	77461573	SUNSHINE ACRES
Registration Number:	2915125	SWIGGIT
Serial Number:	77607431	TERRA SUMMA
Registration Number:	1559965	TREE OF LIFE
Registration Number:	2362993	TREE OF LIFE
Registration Number:	2976215	TREE OF LIFE
Registration Number:	1253107	TREE OF LIFE
Registration Number:	1559979	TREE OF LIFE
Registration Number:	2989504	TREE OF LIFE
Registration Number:	1649597	
Registration Number:	2172951	
Registration Number:	1693436	TWIN MOUNTAIN
Registration Number:	1669605	VENECIA

**CORRESPONDENCE DATA**

Fax Number: (415)591-1400  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 415-591-1000  
Email: trademarksSF@winston.com  
Correspondent Name: Kimberly A. Eckhart c/o Winston & Strawn  
Address Line 1: 101 California Street  
Address Line 2: Suite 3900  
Address Line 4: San Francisco, CALIFORNIA 94111-5894

ATTORNEY DOCKET NUMBER:	010802.00004
NAME OF SUBMITTER:	Kimberly A. Eckhart

Signature:	/Kimberly A. Eckhart/
Date:	02/03/2010
Total Attachments: 5 source=Tree of Life-DE-Inc-LLC-Conversion#page1.tif source=Tree of Life-DE-Inc-LLC-Conversion#page2.tif source=Tree of Life-DE-Inc-LLC-Conversion#page3.tif source=Tree of Life-DE-Inc-LLC-Conversion#page4.tif source=Tree of Life-DE-Inc-LLC-Conversion#page5.tif	

# Delaware

PAGE 1

*The First State*

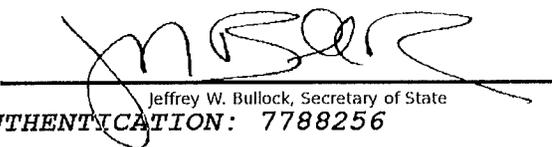
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "TREE OF LIFE, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "TREE OF LIFE, INC." TO "TREE OF LIFE, LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF JANUARY, A.D. 2010, AT 2:34 O'CLOCK P.M.

2106223 8100V

100088016

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7788256

DATE: 01-29-10

TRADEMARK  
REEL: 004143 FRAME: 0527

# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "TREE OF LIFE, LLC" FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF JANUARY, A.D. 2010, AT 2:34 O'CLOCK P.M.

2106223 8100V

100088016

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7788256

DATE: 01-29-10

TRADEMARK  
REEL: 004143 FRAME: 0528

**CERTIFICATE OF CONVERSION  
CONVERTING  
TREE OF LIFE, INC.  
(a Delaware corporation)  
INTO  
TREE OF LIFE, LLC  
(a Delaware limited liability company)**

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PURSUANT TO SECTIONS 266 OF THE GENERAL CORPORATION LAW AND  
SECTION 18-214 OF THE LIMITED LIABILITY COMPANY ACT OF  
THE STATE OF DELAWARE

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Tree of Life, Inc., a Delaware corporation (the "Company"), does hereby execute this Certificate of Conversion to convert the Company into a Delaware limited liability company, pursuant to the General Corporation Law of the State of Delaware (8 Del. C. §101, et. seq.) (the "DGCL") and the Delaware Limited Liability Company Act (6 Del. C. §18-101, et. seq.) (the "DLLCA"):

**FIRST:** The Company was duly incorporated in the State of Delaware pursuant to the DGCL on November 3, 1986.

**SECOND:** The name of the Company immediately prior to the filing of this Certificate of Conversion is "Tree of Life, Inc."

**THIRD:** The name of the limited liability company into which the Company shall be converted is "Tree of Life, LLC" (the "LLC").

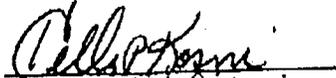
**FOURTH:** The conversion of the Company into the LLC and the Limited Liability Company Agreement of the LLC have been approved in accordance with the provisions of Sections 228 and 266 of the DGCL and Section 18-214 of the DLLCA.

**FIFTH:** The conversion of the Company into the LLC shall be effective upon the filing of this Certificate of Conversion and the Certificate of Formation of the LLC with the Secretary of State of Delaware.

[signature page follows]

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Conversion to be executed this 29th day of January, 2010.

TREE OF LIFE, INC.



Name: Kelly P. Kosmin

Title: SUP, Secretary

[Signature Page to Certificate of Conversion of Tree of Life, Inc.]

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:30 PM 01/29/2010  
FILED 02:34 PM 01/29/2010  
SRV 100088016 - 2106223 FILE

**CERTIFICATE OF FORMATION  
OF  
TREE OF LIFE, LLC**

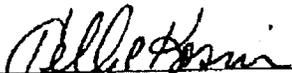
This Certificate of Formation of Tree of Life, LLC (the "Company"), dated January 29, 2010, is duly executed and filed by the undersigned as an authorized person to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, et seq.).

FIRST: The name of the limited liability company formed hereby is "Tree of Life, LLC."

SECOND: The address of the registered office of the Company in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801-1120.

THIRD: The name and address of the registered agent for service of process of the Company in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801-1120.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.

  
By: Kelly P. Kosmin  
Title: Authorized Person

CRB-1384537.1